

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

Name: Fidelity National Financial, Inc.  
Address: 601 Riverside Avenue  
Jacksonville, FL 32204

Form 13F File Number: 28-11785

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

Name: Anthony J. Park  
Title: Chief Financial Officer  
(Principal Financial and Accounting Officer)  
Phone: (904) 854-8100

SIGNATURE, PLACE, AND DATE OF SIGNING:

(s) Anthony J. Park Jacksonville, Florida August 12, 2008  
----- [City, State] [Date]  
[Signature]

REPORT TYPE (CHECK ONLY ONE.):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

LIST OF OTHER MANAGERS REPORTING FOR THIS MANAGER:

FORM 13F FILE NUMBER NAME

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

Number of Other Included Managers: None  
Form 13F Information Table Entry Total: 21  
Form 13F Information Table Value Total: \$ 38,102  
(thousands)

LIST OF OTHER INCLUDED MANAGERS:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

None.

## FORM 13F REPORT

NAME OF REPORTING MANAGER: FIDELITY NATIONAL FINANCIAL, INC.

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY SOLE SHARED NONE
MARINER ENERGY, INC.	COMMON	56845T-30-5	5,546	150,000	SH		DEFINED		X
NYSE EURONEXT	COMMON	629491-10-1	3,749	74,000	SH		DEFINED		X
ING GROEP N.V.	COMMON	456837-10-3	3,164	100,300	SH		DEFINED		X
OCEANFREIGHT INCORPORATED	COMMON	Y64202-10-7	2,873	124,000	SH		DEFINED		X
IMPERIAL OIL LIMITED	COMMON	453038-40-8	2,484	45,100	SH		DEFINED		X
NTN BUZZTIME INC.	COMMON	629410-30-9	2,259	6,644,611	SH		DEFINED		X
TELECOM CORP. OF NEW ZEALAND LTD.	COMMON	879278-20-8	2,248	166,400	SH		DEFINED		X
TESORO CORPORATION	COMMON	881609-10-1	2,244	113,500	SH		DEFINED		X
CANADIAN NATIONAL RAILWAY COMPANY	COMMON	136375-10-2	2,164	45,000	SH		DEFINED		X
BHP BILLITON LTD.	COMMON	088606-10-8	2,130	25,000	SH		DEFINED		X
NEXEN, INC.	COMMON	65334H-10-2	1,988	50,000	SH		DEFINED		X
GULFMARK OFFSHORE, INC.	COMMON	402629-10-9	1,710	29,400	SH		DEFINED		X
SEASpan CORP.	COMMON	Y75638-10-9	1,638	68,200	SH		DEFINED		X
NISSAN MOTOR LTD	COMMON	654744-40-8	1,538	93,493	SH		DEFINED		X
SARA LEE CORP.	COMMON	803111-10-3	1,225	100,000	SH		DEFINED		X
AMR CORP	COMMON	001765-10-6	451	88,000	SH		DEFINED		X
CORNELL COMPANIES INC.	COMMON	219141-10-8	369	15,300	SH		DEFINED		X
CONTINENTAL AIRLINES INC.	COMMON	210795-30-8	303	30,000	SH		DEFINED		X
AMERICAN RESTAURANT GROUP INC	COMMON	029309-80-4	10	1,000	SH		DEFINED		X
UNIVERSAL CORP VA	COMMON	913456-10-9	9	200	SH		DEFINED		X
Landamerica Finl Group, Inc.	COMMON	514936-10-3	1	37	SH		DEFINED		X

38,102 7,963,541